

**THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W. R. GRACE & CO., *et al.*,

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

(Jointly Administered)

**PRE-TRIAL SUBMISSION AND RESERVATION OF RIGHTS BY FRESENIUS
MEDICAL CARE HOLDINGS, INC. AND NATIONAL MEDICAL CARE, INC.**

Fresenius Medical Care Holdings, Inc. and National Medical Care, Inc. (collectively, “*FMCH Entities*”), parties-in-interest, by and through their undersigned counsel, hereby present their Pre-Trial Submission and Reservation of Rights pursuant to this Court’s Third Amended Case Management Order Related to the First Amended Joint Plan of Reorganization (Docket No. 21544) and Order Regarding Phase II Pre-Trial Proceedings (Docket No. 22347).

Statement of Issues. Although the FMCH Entities do not presently intend to take an active role in the Phase II Confirmation Hearing, the FMCH Entities nonetheless hereby reserve their right to participate in the Phase II Confirmation Hearing and be heard on any issue related to:

- (1) the FMCH Entities’ rights and claims against the Debtors;
- (2) confirmation of the Debtors’ First Amended Joint Plan of Reorganization (the “*Plan*”);
- (3) the FMCH Entities’ rights, claims, releases, exculpations and injunctions under the Plan;
- (4) any alleged rights or claims asserted against the FMCH Entities by any creditor or party-in-interest of the Debtors; and

- (5) the FMCH Entities' rights and claims under (a) the First Amended Settlement Agreement and Release of Claims dated as of February 6, 2003 by and among the FMCH Entities, the Debtors, the Official Committee of Asbestos Personal Injury Claimants, and the Official Committee of Asbestos Property Damage Claimants and (b) the Order Authorizing, Approving and Implementing Settlement Agreement by and Among Plaintiffs The Official Committee of Asbestos Property Damage Claimants and The Official Committee of Asbestos Personal Injury Claimants, the Debtors, and Defendants Fresenius Medical Care Holdings, Inc. and National Medical Care, Inc. dated as of June 25, 2003.

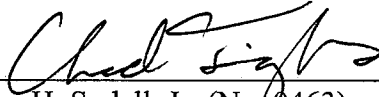
The FMCH Entities reserve their right to participate in any legal arguments entertained by the Court in the Phase II Confirmation Hearing, including, without limitation, closing arguments.

Witnesses. The FMCH Entities do not presently intend to call any witnesses at the Phase II Confirmation Hearing. However, the FMCH Entities reserve their right to examine and cross-examine any witness called by another party. The FMCH Entities further reserve their right to present rebuttal evidence, including by way of witness testimony.

Exhibits. The FMCH Entities do not presently intend to introduce any exhibits at the Phase II Confirmation Hearing. However, the FMCH Entities reserve the right to introduce and rely upon any exhibits that are introduced or identified by others parties (including, without limitation, any exhibits that are identified in pre-trial submissions, briefs, objections, or other pleadings that are filed by others).

Dated: July 20, 2009
Wilmington, Delaware

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